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April 27, 2012

Ms. Cynthia T. Brown
Chief of the Section of Administration, Office of Proceedings
Surface Transportation Board
395 E Street, S.W.
Washington, D. C. 20423

RE: Finance Docket No. 35618, *Kingman Terminal Railroad, LLC* – Operation
Exemption—*Kingman Airport Authority, Inc.*

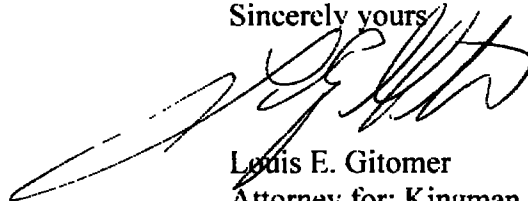
Dear Ms. Brown:

Enclosed for filing are the original and 10 copies of a Verified Notice of
Exemption under 49 C.F.R. 1150.31, a check covering the \$1,800.00 filing fee, and a CD
with the file Notice of Exemption.

Please time and date stamp the extra copy of this letter and the Verified Notice of
Exemption and return them with our messenger. Thank you for your assistance.

If you have any questions, please call or email me.

Sincerely yours



Louis E. Gitomer
Attorney for: Kingman Terminal Railroad, LLC

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APR 27 2012
FBI/DOJ

Enclosures

FILED

APR 27 2012

**SURFACE
TRANSPORTATION BOARD**

FEE RECEIVED

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**SURFACE
TRANSPORTATION BOARD**

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BEFORE THE
SURFACE TRANSPORTATION BOARD

FINANCE DOCKET NO. 35618

KINGMAN TERMINAL RAILROAD, LLC—OPERATION EXEMPTION—
KINGMAN AIRPORT AUTHORITY, INC.

VERIFIED NOTICE OF EXEMPTION
Pursuant to 49 C.F.R. § 1150.31, Et Seq.

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Public Board

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SURFACE
TRANSPORTATION BOARD

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APR 27 2012
SURFACE
TRANSPORTATION BOARD

Louis E. Gitomer, Esq.
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600 Baltimore Avenue, Suite 301
Towson, MD 21204
(410) 296-2250
Lou@lgrailaw.com

Attorney for KINGMAN TERMINAL
RAILROAD, LLC

Dated: April 27, 2012

BEFORE THE
SURFACE TRANSPORTATION BOARD

FINANCE DOCKET NO. 35618

KINGMAN TERMINAL RAILROAD, LLC—OPERATION EXEMPTION—
KINGMAN AIRPORT AUTHORITY, INC.

VERIFIED NOTICE OF EXEMPTION
Pursuant to 49 C.F.R. § 1150.31, Et Seq.

Kingman Terminal Railroad, LLC (“KTRR”), a noncarrier, files this Notice of Exemption, pursuant to 49 C.F.R. Part 1150, Subpart D – Exempt Transactions, with the Surface Transportation Board (the “Board”) to permit KTRR to operate as a common carrier over about 3 miles of track within the Kingman Airport & Industrial Park in Mohave County, AZ (the “Line”). The Line has been operated as excepted track by the BNSF Railway Company. BNSF is voluntarily terminating its switching operation on the Line. The Line will be the first line of railroad to be operated by KTRR as a line of railroad.

In support of this Notice of Exemption, KTRR submits the following information as required by 49 C.F.R. § 1150.33:

a. Full name and address of applicant:

Kingman Terminal Railroad, LLC
One Boca Place
2255 Glades Road, Suite 342W
Boca Raton, FL 33431
(561) 443-5300

b. Applicant's Representative:

Louis E. Gitomer, Esq.
Law Offices of Louis E. Gitomer LLC
600 Baltimore Avenue, Suite 301
Towson, MD 21204
(410) 296-2250
Lou@lgrailaw.com

c. KTRR has entered a Railroad License and Operating Agreement dated as of April 20, 2012 with the Kingman Airport Authority, Inc. ("KAA"), a non-carrier.

d. The operator of the Line will be KTRR.

e. Summary of proposed transaction:

1. The name and address of the party transferring the property is:

Kingman Airport Authority, Inc.
7000 Flightline Drive
Kingman, AZ 86401

KAA is not a carrier. A switch was constructed from the Atchison, Topeka and Santa Fe Railway Company into the original World War II army base in the 1940's and expanded in the 1960's. Since KAA began management of the facility in 1980, spur trackas have been constructed to serve specific shippers within the park. KAA has licensed KTRR to provide operations over the Line.

2. The proposed time schedule for the consummation of the transaction is on or after May 27, 2012.

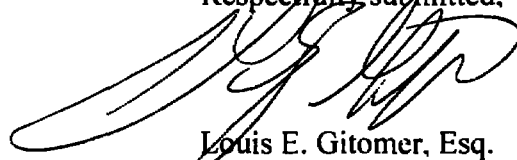
3. The mileposts of the subject property, including any branch lines. There are no mileposts on the Line.

4. KTRR will operate over about 3 route miles as a common carrier railroad. KTRR will interchange traffic with BNSF.

- f. A color map of the Line is attached as Exhibit C.
- g. A Certificate of Compliance with the provisions of 49 C.F.R. § 1150.33(g) is attached as Exhibit A.
- h. There are no interchange commitments or paper barriers in the agreement between KTRR and the KAA. Nor will there be any interchange commitments or paper barriers in the Interchange Agreements between KTRR and BNSF.
- i. A caption summary, as required by 49 C.F.R. §1150.34, is attached as Exhibit B.
- j. No environmental documentation is required because there will be no operational changes that would exceed the thresholds established in 49 C.F.R. §1105.7(e)(4) or (5) and there will be no action that would normally require environmental documentation. Hence, this Notice of Exemption does not require environmental documentation under 49 C.F.R. §1105.6(b)(4) and (c)(2)(i).
- k. An historic report is not required because KTRR will operate the Line, will require further Board approval as required to discontinue any service, and there are no plans to dispose of or alter properties subject to Board jurisdiction that are 50 years old or older. Hence, this Notice of Exemption does not require an historic report under 49 C.F.R. §1105.8(b)(1).

This action will not significantly affect either the quality of the human environment or energy conservation.

Respectfully submitted,

A handwritten signature in black ink, appearing to read 'L. Gitomer', written over the typed name.

Louis E. Gitomer, Esq.
Law Offices of Louis E. Gitomer LLC
600 Baltimore Avenue, Suite 301
Towson, MD 21204
(410) 296-2250
Lou@lgrailaw.com

Attorney for KINGMAN TERMINAL
RAILROAD, LLC

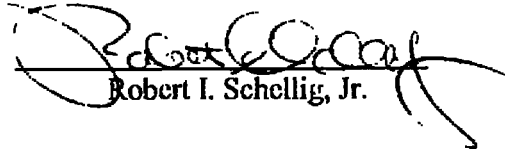
Dated: April 27, 2012

EXHIBIT A

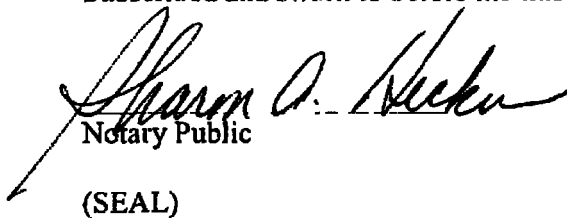
CERTIFICATION

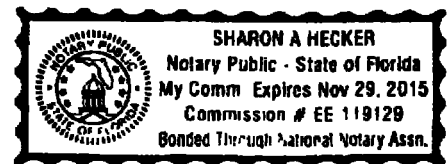
State of Florida)
) ss:
County of Palm Beach)

I, Robert I. Schellig, Jr., being duly sworn, deposes and says that he is Vice-President Law of the Kingman Terminal Railroad, LLC, a Delaware limited liability company, and that the projected annual revenues from the rail operations would not exceed those that would make it a Class III carrier under 49 CFR Part 1201(1-1) and would not exceed \$ 5 million.


Robert I. Schellig, Jr.

Subscribed and sworn to before me this 23rd day of April 2012.


Notary Public
(SEAL)

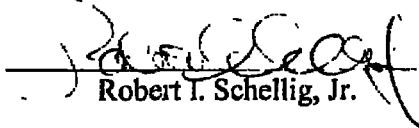


My Commission Expires: Nov. 29, 2015

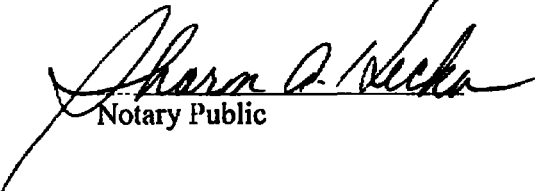
VERIFICATION

State of Florida)
) ss
County of Palm Beach)

I, Robert I. Schellig, Jr., being duly sworn, deposes and says that he is Vice-President Law of the Kingman Terminal Railroad, LLC, a Delaware limited liability company, and that I have read the foregoing notice of exemption and know the facts asserted therein are true and accurate as stated to the best of my knowledge, information and belief.


Robert I. Schellig, Jr.

Subscribed and sworn to before me this 23rd day of April 2012.


Notary Public

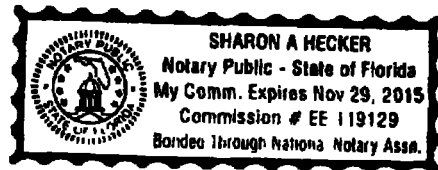


EXHIBIT B – CAPTION SUMMARY

SURFACE TRANSPORTATION BOARD

Notice of Exemption

FINANCE DOCKET NO. 35618

KINGMAN TERMINAL RAILROAD, LLC—OPERATION EXEMPTION—
KINGMAN AIRPORT AUTHORITY, INC.

Kingman Terminal Railroad, LLC (“KTRR”) has filed a notice of exemption to operate over about 3 miles of track within the Kingman Airport & Industrial Park in Mohave County, AZ., owned by the Kingman Airport Authority, Inc.

The transaction is scheduled to take place on or after May 27, 2012.

KTRR certifies that its projected annual revenues as a result of this transaction will not exceed those that would qualify it as a Class III rail carrier and further certifies that its projected annual revenue will not exceed \$5 million.

A class exemption for Patriot Rail, LLC, and its subsidiaries Patriot Rail Holdings LLC, Patriot Rail Corp., and Tennessee Southern Railroad Company to continue in control of KTRR, was concurrently filed in Finance Docket No. 35619, *Tennessee Southern Railroad Company, Patriot Rail, LLC, Patriot Rail Holdings LLC, and Patriot Rail Corp.—Continuance-in-Control Exemption—Kingman Terminal Railroad, LLC*.

If the notice contains false or misleading information, the exemption is void *ab initio*. Petitions to reopen the proceeding to revoke the exemption under 49 U.S.C. 10502(d) may be filed at any time. The filing of a petition to revoke will not automatically stay the transaction. Petitions to stay must be filed no later than May 18, 2012 (at least 7 days before the exemption becomes effective).

An original and 10 copies of all pleadings, referring to STB Finance Docket No. 35618, must be filed with the Surface Transportation Board, 395 E Street, S.W., Washington, DC 20423-0001. In addition, a copy of each pleading must be served on Louis E. Gitomer, Esq., Law Offices of Louis E. Gitomer LLC, 600 Baltimore Avenue, Suite 301, Towson, MD 21204, (410) 296-2250. Lou@lgraillaw.com.

Board decisions and notices are available on our website at "WWW.STB.DOT.GOV."

Decided: May __, 2012.

By the Board, Rachel D. Campbell, Director, Office of Proceedings.

EXHIBIT C-MAP

KINGMAN AIRPORT & INDUSTRIAL PARK

ELEVATION: 3,446' ABOVE SEA LEVEL

220' X 100' ELEVATION

RUNWAY 21 5,031' X 150'

KAA-Rail

MOHAVE AIRPORT DRIVE

IN & ST. RAILROAD

ROUTE 66

